

State of Idaho

Department of State

CERTIFICATE OF AMENDMENT OF

RUEN CORE DRILLING, INC.

I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

RUEN CORE DRILLING, INC.

duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles
of Amendment.

Dated January 5, 19 83



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

ARTICLES OF AMENDMENT

RUEN CORE DRILLING, INC.

Pursuant to the provisions of section 30-1-61 of the Idaho Code, following Articles of Amendment are executed in duplicate by Ruen Core Drilling, Inc., a Idaho corporation:

1. The name of the corporation is RUEN CORE DRILLING, INC.

2. Sections 3.03 and 3.04 of Article III of the articles of incorporation are amended to read as follows:

"3.03 Dividend Preference. The holders of preferred shares shall be entitled to receive dividends at the rate of 12% per year on their par value, payable in cash quarterly or at intervals the board of directors may from time to time determine. Dividends on preferred shares shall:

"(a) Accrue from the date of issuance of the shares, whether or not earned or declared;

"(b) Be payable before any dividends on common shares are paid or set apart; and

"(c) Shall be noncumulative so that if dividends required to be paid under this clause for any year or years on outstanding preferred shares have not been paid or set apart, the amount of the deficiency need not first be fully paid or declared and set apart for payment before any distribution, whether by dividend or otherwise, is declared, paid on, or set apart for the common shares.

"After all dividends on the preferred shares required to be paid under this clause have been declared and either paid or set apart for payment to the holders of these shares, at the discretion of the board of directors, further dividends may be declared and paid on common shares.

"3.04 Liquidation Preference. On any liquidation, dissolution or winding up of the corporation, whether voluntary or involuntary, before any amount is paid to the holders of common shares, the holders of preferred shares shall receive an amount equal to the par value of the preferred shares plus all declared and unpaid dividends. After payment to the holders of the preferred shares of an amount equal to the par value of the preferred shares, the remaining assets and funds of the corporation shall be divided and distributed pro rata among the holders of the common shares."

3. The date of adoption of the amendment by the shareholders is June 10, 1982.

4. The designation and number of shares of each class outstanding and entitled to vote as a class at the time of adoption of the amendment were:

<u>Class</u>	<u>Number of Shares</u>
Preferred	7500
Common	7500

5. The number of shares voted for and against the amendment by each class entitled to vote as a class were as follows:

<u>Class</u>	<u>Number of Shares Voted for</u>	<u>Number of Shares Voted Against</u>
Preferred	7500	-0-
Common	7500	-0-

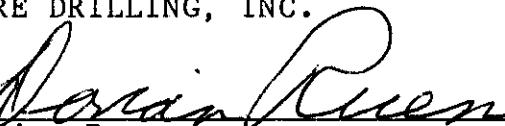
6. The amendment does not provide for the exchange, reclassification, or cancellation of issued shares.

7. The amendment does not effect a change in the amount of stated capital.

Dated: June 10, 1982

RUEN CORE DRILLING, INC.

By:


Borian Ruen
President

By:

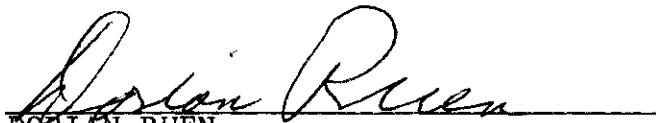

Arlan Ruen
Secretary

STATE OF Idaho
County of Bonner

Washington
ss.

DORIAN RUEN, being first duly sworn, deposes and says:

I am the president of RUEN CORE DRILLING, INC., the corporation whose Articles of Incorporation have been amended by the foregoing Articles of Amendment. I have read the foregoing Articles of Amendment and I declare them to be a true statement of the actions of the shareholders of the corporation.


DORIAN RUEN

Subscribed and sworn to before me on December 8, 1982.


Richard V. Shantz
Notary Public in and for the State
of Idaho, residing at Spokane